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10 **UNITED STATES DISTRICT COURT**
11 **NORTHERN DISTRICT OF CALIFORNIA**
12 **OAKLAND DIVISION**

14 VICTOR J. NG, Individually and on Behalf
15 of All Others Similarly Situated,

16 Plaintiff,

17 v.

18 BERKELEY LIGHTS, INC., et al.,

19 Defendants.

Case No. 4:21-cv-09497-HSG

**JOINT STIPULATION AND [PROPOSED]
ORDER DISMISSING ACTION WITH
PREJUDICE, VACATING CMC, AND
REQUESTING ENTRY OF FINAL
JUDGMENT**

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28 STIP. AND [PROPOSED] ORDER GRANTING DISMISSAL WITH
PREJUDICE AS TO ALL DEFENDANTS, VACATING CMC, AND REQUESTING ENTRY OF FINAL JUDGMENT
Case No. 4:21-cv-09497-HSG

1 Lead Plaintiff Michael Damelio and Plaintiff Pompano Beach Police and Firefighters’
 2 Retirement System, on the one hand, and Defendants Berkeley Lights, Inc. (l/k/a PhenomeX, Inc.
 3 and Bruker Cellular Analysis, Inc.), Eric D. Hobbs, Shaun M. Holt, Kurt Wood, Igor Khandros,
 4 Michael Marks, Sarah Boyce, Gregory Lucier, Michael Moritz, Elizabeth Nelson, James
 5 Rothman, Ming Wu, Makoto Shintani, Celesta Capital f/k/a WRVI Capital (“Celesta
 6 Defendants”),¹ Sequoia Capital, Nikon Corporation, J.P. Morgan Securities LLC, Morgan Stanley
 7 & Co. LLC, Cowen and Company, LLC, and William Blair & Company L.L.C. (together,
 8 “Defendants”), on the other, by and through their counsel, stipulate as follows and jointly request that
 9 the Court enter the form of Judgment accompanying this Stipulation:

10 WHEREAS, on May 25, 2022, the Court entered an order appointing Mr. Damelio as Lead
 11 Plaintiff for the putative class (ECF No. 81);

12 WHEREAS, on July 25, 2022, Plaintiffs filed an Amended Complaint (the “Complaint”) (ECF
 13 No. 89), which Defendants moved to dismiss (ECF Nos. 126, 128, 129, 131, 132);

14 WHEREAS, on February 20, 2024, the Court granted Defendants’ motions to dismiss the
 15 Complaint, and gave leave for Plaintiffs to “file an amended complaint within 21 days of the date of
 16 this order” (the “Dismissal Order”) (ECF No. 154);

17 WHEREAS, on March 12, 2024, after having completed their investigation in an effort to
 18 address the pleading defects identified in the Dismissal Order, Plaintiffs informed the Court of their
 19 decision not to file a second amended complaint (ECF No. 155), and now seek dismissal of the
 20 litigation with prejudice;

21 WHEREAS, Plaintiffs will not appeal the Dismissal Order;

22 WHEREAS, Plaintiffs and Defendants have agreed that each side shall bear its own attorneys’
 23 fees and costs incurred in connection with the above-referenced litigation;

25 ¹ The Celesta Capital entities named in the Amended Complaint are Walden Riverwood GP, LLC,
 26 Walden Riverwood Ventures, L.P., WIIG Communications Management LLC, WRV-BLI LLC,
 27 WRV-BLI II, LLC, WRV-BLI III LLC, WRV-BLI IV, LLC, WRV GP II, LLC, and WRV II, L.P.

1 WHEREAS, no consideration has been given, offered, or promised to Plaintiffs or their counsel
2 in connection with this dismissal; and

3 WHEREAS, pursuant to the Private Securities Litigation Reform Act of 1995, each party and
4 each attorney representing any party represents, respectively, as for its own part, that it has complied
5 with the requirements of Rule 11(b) of the Federal Rules of Civil Procedure as to any complaints,
6 responsive pleadings, and dispositive motions it has filed. 15 U.S.C. § 78u-4(c)(1).

7 NOW, THEREFORE, the parties, by and through their counsel, hereby agree that the above-
8 captioned action be, and hereby is, dismissed with prejudice pursuant to Federal Rule of Civil
9 Procedure 41(a)(1)(A)(ii) with each party to bear its own attorneys' fees and costs. In connection with
10 this stipulated dismissal, the parties respectfully request that all dates set in this matter be vacated and
11 taken off the Court's calendar, including the Telephonic Case Management Conference currently set
12 for March 19, 2024 at 2:00 p.m. The Parties also respectfully request that the Court enter the form of
13 Judgment attached hereto as Exhibit A.

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15 Dated: March 15, 2024

Respectfully submitted,

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17 By /s/ Lucas E. Gilmore
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STIP. AND [PROPOSED] ORDER GRANTING DISMISSAL WITH
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WRV-BLI III LLC, WRV-BLI IV, LLC, WRV GP II, LLC,
and WRV II, L.P.*

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ATTESTATION PURSUANT TO CIVIL LOCAL RULE 5-1(h)(3)

I, Lucas E. Gilmore, am the ECF User whose identification and password are being used to file the foregoing **JOINT STIPULATION AND [PROPOSED] ORDER DISMISSING ACTION WITH PREJUDICE, VACATING CMC, AND REQUESTING ENTRY OF FINAL JUDGMENT**. In compliance with Civil Local Rule 5-1(h)(3), I hereby attest that all signatories have concurred in this filing.

DATED: March 15, 2024

By: /s/ Lucas E. Gilmore
Lucas E. Gilmore (SBN 250893)

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